

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

WINDSOR SECURITIES, LLC,

Plaintiff,

-against-

ARENT FOX, LLP and JULIUS
ROUSSEAU, III,

Defendants.

Case No. 16-cv-01533 (GBD) (GWG)

**DECLARATION OF PETER N. WANG
IN OPPOSITION TO
PLAINTIFF'S MOTION FOR PARTIAL SUMMARY JUDGMENT**

I, Peter N. Wang, pursuant to 28 U.S.C. § 1746 and under penalty of perjury state and declare as follows:

1. I am a member of the Bar of this Court and an attorney at Foley & Lardner LLP, attorneys for Defendants Arent Fox, LLP ("Arent Fox") and Julius Rousseau, III ("Rousseau" and, collectively, with Arent Fox, "Defendants").

2. I submit this declaration in opposition to Plaintiff's Motion for Partial Summary Judgment (the "Motion") and know the statements made herein to be true based upon personal knowledge and/or based upon non-privileged information I have received from my client.

Depositions and Discovery in this Action

3. On March 7, 2017, counsel for Windsor deposited Mr. Rousseau. Attached hereto, collectively, as Exhibit 1 are true and correct copies of excerpts from his deposition transcript, along with a signature page and errata sheet.

4. On March 6, 2017 and October 4, 2017, counsel for Defendants deposited Steven Prusky ("Prusky") in his individual capacity and as a corporate representative for Plaintiff

Windsor Securities, LLC (“Windsor”). Attached hereto, collectively, as Exhibit 2 are true and correct copies of excerpts from his two deposition transcripts, signature pages, and errata sheets.

5. On June 28, 2018, counsel for Defendants deposed Joseph Wood (“Wood”). Attached hereto, collectively, as Exhibit 3 are true and correct copies of excerpts from his deposition transcript.

6. During Wood’s deposition, certain documents were marked as exhibits. Attached hereto as Exhibit 4 is a true and correct copy of Exhibit 16 to Wood’s deposition.

7. On February 15, 2018, counsel for Defendants deposed Lauren Antonino (“Antonino”). Attached hereto, collectively, as Exhibit 5 are true and correct copies of excerpts from her deposition transcript.

8. On June 25, 2018, counsel for Defendants deposed Sandra Stern. Attached hereto, collectively, as Exhibit 6 are true and correct copies of excerpts from her deposition transcript, along with a signature page and errata sheet.

9. During Stern’s deposition, certain documents were marked as exhibits. Attached hereto as Exhibit 7 is a true and correct copy of Exhibit 3 to Stern’s deposition.

Underlining Acker and Collins Litigations

10. Attached hereto as Exhibit 8 is a true and correct copy of Steven Prusky’s Declaration in Support of Windsor’s Summary Judgment Motion (without exhibits) in *John Hancock Life Ins. Co. v. Goss*, No. 14-cv-04651-WHO (N.D. Cal) (hereinafter, the “Acker Litigation”), filed as ECF No. 30-2 in that litigation on July 8, 2015. The second page of the declaration, containing paragraphs 1-6, is missing from the filed version of this document, but the contents of the declaration appears to mirror Mr. Prusky’s declaration filed in connection with Windsor’s motion for summary judgment in the parallel Collins Litigation. *See* ¶ 12 below.

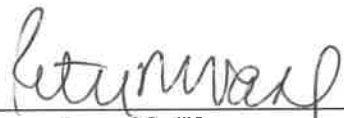
11. Attached hereto as Exhibit 9 is a true and correct copy of Steven Prusky's Declaration in Opposition to the Acker Trust's Summary Judgment Motion (with only Exhibits B, C, K, O, and P) and in the Acker Litigation, filed as ECF No. 81 in that litigation on November 10, 2015.

12. Attached hereto as Exhibit 10 is a true and correct copy of Steven Prusky's Declaration in Support of Windsor's Summary Judgment Motion (without exhibits) in *Pacific Life Ins. Co. v. Gordillo*, No. 14-cv-03713-WHO (N.D. Cal) (hereinafter, the "Collins Litigation"), filed as ECF No. 31-2 in that litigation on July 8, 2015.

13. Attached hereto as Exhibit 11 is a true and correct copy of Steven Prusky's Declaration in Support of Windsor's Opposition to the Collins Trust's Summary Judgment Motion (with only Exhibits B, C, K, O, and P) in the Collins Litigation, filed as ECF No. 60 in that litigation on November 10, 2015.

I declare pursuant to 28 U.S.C. § 1746 and under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated this 17th day of September, 2018



Peter N. Wang